

ANNOUNCEMENT
RESEARCH LIBRARY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM '94
JUL 16 3 03 AM '94

H.2, 1994, No. 26
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending June 25, 1994

ACTIONS TAKEN BY THE BOARD OF GOVERNORS
OF CLEVELAND

TESTIMONY AND STATEMENTS

Monetary policy actions and issues related to
inflation -- statement by Chairman Greenspan before
the House Committee on the Budget, June 22, 1994.
Published, June 22, 1994.

Retail fees and services of depository institutions,
survey information -- statement by Governor
Phillips before the Subcommittee on Consumer Credit
and Insurance of the House Committee on Banking,
Finance and Urban Affairs, June 22, 1994.
Published, June 22, 1994.

ADVISORY COUNCILS

Consumer Advisory Council.
Convened, June 23, 1994.

BANK HOLDING COMPANIES

Continental Bank Corporation, Chicago, Illinois, and
Continental Bank, N.A. -- determination concerning
divestiture of First Options of Chicago, Inc.
Granted, June 20, 1994.

Mellon Bank Corporation, Pittsburgh, Pennsylvania --
to acquire Dreyfus Security Savings Bank, F.S.B.,
Paramus, New Jersey, The Dreyfus Trust Company,
Uniondale, New York, and The Truepenny Corporation,
New York, New York, and its subsidiaries.
Approved, June 20, 1994.

Peoples Heritage Financial Group, Inc., Portland,
Maine -- to acquire Mid Maine Savings Bank, FSB,
Auburn, Maine.
Approved, June 20, 1994.

ENFORCEMENT

Peoples Bancshares, Inc., Colorado Springs,
Colorado -- order of assessment of a civil money
penalty against the bank holding company; and
issuance of a combined order to cease and desist
and of assessment of a civil money penalty against
Scott A. Noyes, the sole officer and director of
Peoples Bancshares.
Announced, June 21, 1994.

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

INTERNATIONAL OPERATIONS

Citibank Overseas Investment Corporation, New Castle, Delaware -- to invest in Citibank Berhad, Kuala Lumpur, Malaysia.
Permitted, June 24, 1994.

Citibank Overseas Investment Corporation, New Castle, Delaware -- to invest in FNC-Comercio e Participacoes S.A., Sao Paulo, Brazil, Banco Crefisul, S.A., FRB Participacoes S.C. Ltda., and Ribapar Participacoes S.A.
Permitted, June 24, 1994.

MBNA America Bank, N.A., Newark, Delaware -- to invest in MBNA International Bank Limited, Chester, England.
Permitted, June 20, 1994.

MEMBERSHIP

Continental Bank, N.A., Chicago, Illinois -- to become a member of the Federal Reserve System.
Approved, June 20, 1994.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

ABBREVIATIONS: BS&R - Banking Supervision and Regulation; C&CA - Consumer and Community Affairs; FOMC - Federal Open Market Committee; FRBO - Federal Reserve Bank Operations; IF - International Finance; OSDM - Office of Staff Director for Management

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK BRANCHES, DOMESTIC

San Francisco First Security Bank of Nevada, Las Vegas, Nevada --
to establish a branch at the corner of Sunset and
Valle Verde, Henderson, Nevada.
Approved, June 23, 1994.

Richmond F & M Bank-Martinsburg, Martinsburg, West Virginia --
to establish an electronic funds transfer facility
at Bedington Crossroads.
Approved, June 24, 1994.

Richmond F & M Bank-Martinsburg, Martinsburg, West Virginia --
to establish an electronic funds transfer facility
at 722 Warm Springs Avenue.
Approved, June 24, 1994.

Cleveland Integra Bank / Pittsburgh, Pittsburgh, Pennsylvania -
- to establish a branch at Liberty Center, 1001
Liberty Avenue.
Approved, June 25, 1994.

New York Manufacturers and Traders Trust Company, Buffalo, New
York -- to relocate and establish a full service
branch at 350 Park Avenue, New York, from 654
Madison Avenue.
Approved, June 23, 1994.

BANK HOLDING COMPANIES

Director, BS&R BankAmerica Corporation, San Francisco, California
request for relief from certain conditions
pertaining to the issuance and sale by BAC of
variably denominated payment instruments.
Granted, June 20, 1994.

Richmond Commerce Bank Corporation, College Park, Maryland --
to establish an office at 4451-C Parliament Place,
Lanham, Maryland.
Approved, June 24, 1994.

Richmond Cooperative Bankshares, Inc., Wilmington, North
Carolina -- to acquire Cooperative Bank for
Savings, Inc., SSB, Wilmington, North Carolina.
Approved, June 22, 1994.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

Kansas City	Freedom Bancshares, Inc., Osage City, Kansas -- to acquire Citizens State Bank. Approved, June 21, 1994.
St. Louis	Golden Triangle Bancshares, Inc., Campbellsburg, Kentucky -- to engage de novo in the sale of credit insurance in participation with Citizens Bank, New Liberty, Kentucky. Returned, June 23, 1994.
Chicago	Independent Bankers' Bank of Illinois, Springfield, Illinois -- to engage in investment or financial advice and management consulting to depository institutions. Approved, June 24, 1994.
New York	J.P. Morgan & Co., Incorporated, New York, New York -- to invest in Big City Forest, Inc., a corporation designed to promote community welfare. Approved, June 24, 1994.
Chicago	Kerndt Bank Services, Inc., Lansing, Iowa -- to engage de novo in securities brokerage services. Returned, June 21, 1994.
Chicago	Madison Bancorp, Inc., Madison Heights, Michigan -- to acquire Madison National Bank. Approved, June 22, 1994.
Minneapolis	Norwest Corporation, Minneapolis, Minnesota -- to engage in general insurance agency activities through First Insurance Agency of Detroit Lakes, Detroit Lakes, Minnesota. Approved, June 22, 1994.
Minneapolis	Norwest Corporation, Minneapolis, Minnesota -- proposal that Norwest Bank Iowa, N.A., Des Moines, Iowa, purchase certain assets and assume certain liabilities of United FSA of Iowa. Approved, June 24, 1994.
Kansas City	PBT Bancshares, Inc., McPherson, Kansas -- to acquire Nickerson State Bank, Nickerson, Kansas. Returned, June 24, 1994.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK HOLDING COMPANIES

Chicago	Second Fourth Street Financial Corp., Pekin, Illinois -- to acquire Herget Financial Corp., and The Herget National Bank of Pekin. Approved, June 21, 1994.
St. Louis	Trans Financial Bancorp, Inc., Bowling Green, Kentucky -- to engage in full service brokerage activities, riskless principal transactions, and sale of variable rate annuities through Trans Financial Investment Services, Inc., Nashville, Tennessee. Withdrawn, June 23, 1994.

CHANGE IN BANK CONTROL

St. Louis	Capital Bancorporation, Inc., Cape Girardeau, Missouri -- change in bank control. Permitted, June 23, 1994.
Minneapolis	Coulee Bancshares, Inc., LaCrosse, Wisconsin -- change in bank control. Permitted, June 24, 1994.
Chicago	Dysart Bancshares, Inc., Dysart, Iowa -- change in bank control. Returned, June 20, 1994.
Kansas City	Hugoton Bancshares, Inc., Hugoton, Kansas -- change in bank control. Permitted, June 23, 1994.
St. Louis	M & P Community Bancshares, Inc., Newport, Arkansas -- change in bank control. Permitted, June 23, 1994.

COMPETITIVE FACTORS REPORTS

San Francisco	American Federal Savings Bank, Reno, Nevada, proposed merger with First Western Bank, FSB, Las Vegas, Nevada -- report on competitive factors. Submitted, June 22, 1994.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

St. Louis	Bank of South County, Affton, Missouri, proposed merger into Capital Interim Bank, and the resulting institution's merger with Capital Bank and Trust Company of Clayton, Clayton, Missouri -- report on competitive factors. Submitted, June 20, 1994.
Atlanta	Carthage Bank, Carthage, Mississippi, proposed purchase of certain assets and assumption of certain liabilities of the Carthage, Mississippi, branch of Magnolia Bank For Savings, Hattiesburg, Mississippi -- report on competitive factors. Submitted, June 23, 1994.
Richmond	Central State Bank, High Point, North Carolina, proposed merger with CSB Acquisition Corp., Troy, North Carolina -- report on competitive factors. Submitted, June 24, 1994.
Dallas	Channelview Bank, Channelview, Texas, proposed purchase of assets and assumption of liabilities of nine branches of First Heights Bank, FSB, Houston, Texas -- report on competitive factors. Submitted, June 20, 1994.
Dallas	Compass Bank - Houston, Houston, Texas, proposed acquisition of assets and assumption of liabilities of 23 branches of First Heights Bank - FSB -- report on competitive factors. Submitted, June 23, 1994.
Philadelphia	Covenant Bank for Savings, Haddonfield, New Jersey, proposed merger with Covenant Interim Savings Bank, Vineland, New Jersey -- report on competitive factors. Submitted, June 22, 1994.
Atlanta	Deposit Guaranty National Bank, Jackson, Mississippi, proposed merger with First Columbus National Bank, Columbus, Mississippi -- report on competitive factors. Submitted, June 23, 1994.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

Boston	Family Savings Bank of New Hampshire, Seabrook, New Hampshire, proposed merger with Plaistow Bank and Trust Company, Plaistow, New Hampshire -- report on competitive factors. Submitted, June 22, 1994.
Atlanta	First Bank of Georgia, East Point, Georgia, proposed merger with Interim First Corporation -- report on competitive factors. Submitted, June 24, 1994.
Atlanta	First Community Bank of Henry County, McDonough, Georgia, proposed merger with FCB Interim Bank -- report on competitive factors. Submitted, June 23, 1994.
Philadelphia	First Fidelity Bank, N.A., Salem, New Jersey, proposed purchase of the assets and assumption of the liabilities of the Effort and Broadheadsville branches of PNC Bank, Pittsburgh, Pennsylvania -- report on competitive factors. Submitted, June 24, 1994.
Philadelphia	First Fidelity Bank, N.A., Salem, New Jersey, proposed purchase of the assets and assumption of the liabilities of two branches, Effort and Broadheadsville, of PNC Bank, N.A., Pittsburgh, Pennsylvania, to close PNC's Effort branch and to consolidate its own Broadheadsville branch with the Broadheadsville branch currently operated by PNC Bank -- report on competitive factors. Submitted, June 24, 1994.
Secretary	First National Bank, North Platte, Nebraska, proposed merger with Alliance National Bank and Trust Company, Alliance, Nebraska -- report on competitive factors. Submitted, June 24, 1994.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

Dallas	First National Bank in Bronte, Bronte, Texas, proposed merger with Interim Bronte Bank -- report on competitive factors. Submitted, June 23, 1994.
Chicago	First National Bank of Springfield, Springfield, Illinois, proposed merger with City Bank of Bloomington-Normal, Bloomington, Illinois -- report on competitive factors. Submitted, June 24, 1994.
Dallas	First State Bank and Trust Company, Port Lavaca, Texas, proposed merger with International Bank of Commerce, Laredo, Texas -- report on competitive factors. Submitted, June 23, 1994.
Chicago	F & M Bank-Northeast, Oconto, Wisconsin, proposed merger with F & M Bank-Pulaski, Pulaski, Wisconsin -- report on competitive factors. Submitted, June 24, 1994.
Dallas	Interim Central Bank of Houston, Houston, Texas, proposed merger with Lee County National Bank of Houston -- report on competitive factors. Submitted, June 23, 1994.
Dallas	Lee County National Bank, Giddings, Texas, proposed merger with Central Bank of Houston, Houston, Texas -- report on competitive factors. Submitted, June 23, 1994.
St. Louis	Merchants and Farmers Bank, Macon, Mississippi, proposed acquisition of certain assets and assumption of the liability to pay the deposits made in the Columbus, Mississippi, branches of First-Columbus National Bank, Columbus, Mississippi, and Deposit Guaranty National Bank, Jackson, Mississippi -- report on competitive factors. Submitted, June 21, 1994.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

Secretary	NationsBank Corporation, Charlotte, North Carolina, NationsBank of Florida, N.A., Tampa, Florida, and NationsBank of Georgia, N.A., Atlanta, Georgia, proposed purchase of certain assets and assumption of certain liabilities of 44 branches of California Federal Bank, F.S.B., Los Angeles, California -- report on competitive factors. Submitted, June 24, 1994.
Secretary	NBC Knoxville Bank, Knoxville, Tennessee, proposed opening of de novo branches upon bank's conversion to a federal savings bank -- report on competitive factors. Submitted, June 24, 1994.
Dallas	Pittsburg National Bank, Pittsburg, Texas, proposed merger with the Marshall, Texas, branch at 401 South Alamo Boulevard, Marshall, Texas, of Pacific Southwest Bank, F.S.B., Corpus Christi, Texas -- report on competitive factors. Submitted, June 23, 1994.
Dallas	Plaza International Bank, National Association, San Antonio, Texas, proposed merger with Plaza Bank, National Association -- report on competitive factors. Submitted, June 23, 1994.
New York	Republic National Bank of New York, New York, New York, proposed acquisition of substantially all of the assets and assumption of the liability to pay deposits made in the New York branch of Republic Mase Bank Limited, London, United Kingdom -- report on competitive factors. Submitted, June 22, 1994.
Atlanta	Security National Bank, Macon, Georgia, proposed merger with Security Interim National Bank -- report on competitive factors. Submitted, June 20, 1994.

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

Secretary West One Bank, Washington, Seattle, Washington,
proposed merger with Valley Commercial Bank,
Clarkston, Washington -- report on competitive
factors.
Submitted, June 23, 1994.

EXTENSIONS OF TIME

San Francisco Chekiang First Bank, Ltd., Hong Kong -- extension to
divest certain property.
Granted, June 21, 1994.

Richmond Columbia Bancorp, Columbia, Maryland -- extension to
June 30, 1995, to dispose of certain nonconforming
assets.
Granted, June 24, 1994.

Atlanta First Bankshares of West Point, Inc., West Point,
Georgia -- extension to September 30, 1994, to
acquire First Peoples Bank, Pine Mountain, Georgia.
Granted, June 24, 1994.

San Francisco First Interstate Bancorp, Los Angeles, California --
extension to divest certain property.
Granted, June 22, 1994.

Richmond First Union Corporation, Charlotte, North Carolina -
- extension to September 25, 1994, to acquire First
Union Home Equity Bank, National Association.
Granted, June 23, 1994.

Dallas Southern Bancshares, Inc., Houston, Texas --
extension to acquire First State Bank Brazoria,
Brazoria, Texas.
Denied, June 20, 1994.

Chicago Valley Financial Corp., Caro, Michigan -- extension
to September 13, 1994, to engage de novo in the
sale of general insurance.
Granted, June 20, 1994.

ADDITIONS AND CORRECTIONS

ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY

BANK HOLDING COMPANIES

Chicago	H. P. Holding Company, Oak Park, Illinois -- to engage de novo in acting as a loan originator, packager, servicer, and broker of equipment through Pullman Capital Corporation, Mishawaka, Indiana. Returned, June 17, 1994.
Philadelphia	Meridian Bancorp, Inc., Reading, Pennsylvania -- proposal that Meridian Bank, New Jersey, Cherry Hill, New Jersey, purchase certain assets and assume certain liabilities of Security Federal Savings Bank, Vineland, New Jersey. Approved, June 17, 1994.

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO
NEWSPAPER NOTICE ONLY

<u>Application</u>	<u>Comment Period Ending Date</u>
NONE	

SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE

<u>Application</u>	<u>Comment Period Ending Date</u>
Maine Bank Corp., Portland, Maine - 3(a)(1) application to become a bank holding company through the acquisition of Maine Bank & Trust Co., Portland, Maine*	<u>Newspaper</u> 07-20-94
	<u>Federal Register</u> 07-25-94

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

<u>Application</u>	<u>Comment Period Ending Date</u>
NONE	

SECTION IV - APPLICATIONS NOT SUBJECT TO
FEDERAL REGISTER OR NEWSPAPER NOTICE

<u>Application</u>
NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

<u>Institution</u>	<u>Examination Date</u>	<u>Rating**</u>
NONE		

*Subject to CRA.

**Rating Definitions: "O" - Outstanding; "S" - Satisfactory; "N"
- Needs to Improve; "SN" - Substantial Noncompliance.

Federal Reserve Bank of New York

Comment Period
Ending Date

SECTION I

Applications Subject to Newspaper
Notice Only

Chemical Bank, New York, New York to establish branches at Brooklyn College, Plaza Building, 2900 Bedford Avenue, Brooklyn and Prudential Securities, One New York Plaza, New York, both in New York.1/ 7/20/94

SECTION II

Applications Subject to Both
Newspaper and Federal Register Notice

Banco Santander, S.A., Santander, Spain to acquire through its minority owned subsidiary, First Fidelity Bancorporation, Lawrenceville, New Jersey ("FFB") 100 percent of the shares of First Inter-Bancorp Inc. and its subsidiary, Mid-Hudson Savings Bank FSB, both of Fishkill, New York, and thereby operate a savings association and for FFB's subsidiary, First Fidelity Bank, N.A., New York, Riverdale, New York to merge with Mid-Hudson Savings Bank FSB.1/ 6/30/94 2/

First Empire State Corporation, Buffalo, New York, ("First Empire") to acquire all of the voting shares of Ithaca Bancorp, Inc., Ithaca, New York ("Bancorp"), and thereby acquire Citizens Savings Bank F.S.B., Ithaca, New York ("Savings Bank"), the federally-chartered savings bank subsidiary of Bancorp, and under certain circumstances to exercise an option to acquire up to 16.7 percent fo the voting shares of Bancorp, and Manufacturers and Traders Trust Company, Buffalo, New York, the commercial bank subsidiary of First Empire, to merge with Citizens Savings and Loan Association, the successor to Savings Bank upon its conversion to a state-chartered savings and loan association.1/ 7/21/94 3/

Village Bancorp, Inc., Ridgefield, Connecticut, to acquire 100 percent of the shares of Liberty National Bank, Danbury, Connecticut.1/ 7/25/94 2/

Unity Bancorp, Annandale, New Jersey, to become a bank holding company by acquiring 100 percent of the shares of First Community Bank, Annandale, New Jersey.1/ 7/25/94 2/

SECTION III

Nonbanking Applications
(Subject to Federal Register Notice Only)

The Bank of New York Company, Inc., New York, New York, to engage de novo in making acquiring, or servicing loans or other extensions of credit (including issuing letters of credit and accepting drafts) either secured or unsecured, for its own accounts and for the account of others. 7/13/94

SECTION III

Nonbanking Applications
(Subject to Federal Register Notice Only), con't.

Compagnie de Suez and Banque Indosuez, both of Paris, France, to engage de novo through their subsidiary, Carr Futures, Inc., Chicago, Illinois, in the execution and clearance and provision of advisory services with respect to certain non-financial futures contracts and options on futures contracts. N/A

SECTION IV

Applications Not Involving
Public Comment

Coutts & Co. (USA) International, Miami, Florida, to amend Article Fourth of its Articles of Association.

SECTION V

Availability of CRA Public Evaluations

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following group:

Outstanding record of meeting community credit needs.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Week Ending June 25, 1994

<u>NAME OF BANK</u>	<u>RATING</u>	<u>EXAMINATION DATE</u>
Chemical Bank 270 Park Avenue New York, NY 10017-2070	Outstanding	August 16, 1993

-
- 1/ Subject to provisions of Community Reinvestment Act.
 - 2/ Later of dates specified in newspaper and Federal Register notices.
 - 3/ Date specified in newspaper notice; a later date may be specified in the Federal Register notice.
 - 4/ Date specified in Federal Register notice; a later date may be specified in the newspaper notice.
- N/A - Not Available

FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Comment Period Ending Date

None.

SECTION II - APPLICATIONS SUBJECT TO BOTH NEWSPAPER AND FEDERAL REGISTER NOTICE

None.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

CoreStates Financial Corp, Philadelphia, Pennsylvania, through its 31.01% owned nonbank subsidiary, Electronic Payment Services, Inc., requests approval to acquire substantially all of the assets of Mellon Bank, N.A., Network Services Division, Pittsburgh, Pennsylvania, and certain data processing assets of National City Corporation, Cleveland, Ohio, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.25(b)(7) of Regulation Y. In conjunction with the subject acquisitions, CoreStates Financial Corp. requests approval to expand the previously approved 225.25(b)(7) activities of Electronic Payment Services, Inc. to include merchant processing activities.

Fed. Reg. comment period expires: N/A

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE OR NEWSPAPER NOTICE

None.

1/ Subject to provisions of Community Reinvestment Act.

* N/A - not yet available.

FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following institutions were examined for CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending June 24, 1994.

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

Outstanding record of meeting community credit needs.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>Bank/Location</u>	<u>Examination Date</u>	<u>CRA Rating</u>
The Bank of Mid-Jersey 243 & Route #130 Bordentown Township, NJ 08505	1/24/94	Satisfactory
Community Bank & Trust Company P.O. Box 129 Forest City, PA 18421	2/28/94	Outstanding

**FEDERAL RESERVE BANK
OF CLEVELAND**
P. O. BOX 6387
CLEVELAND, OHIO 44101-1387

**APPLICATIONS BULLETIN
(For the week ending June 25, 1994)**

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

**SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE**

Received Section 3(a)(5) application from Community First Financial, Inc., Maysville, Kentucky, on June 16, 1994, to acquire Community Independent Financial, Inc., and Community Financial Bancorp, Inc., both of Maysville, Kentucky. F:*July 21, 1994

Received Section 3(a)(1) application from Peoples Bancorp of Mt. Pleasant, Inc., Mount Pleasant, Ohio, on June 16, 1994, to acquire The Peoples National Bank of Mt. Pleasant, Mount Pleasant, Ohio. F:*July 21, 1994

Received Notice of Change in Bank Control from Mr. John E. Lawson, Mt. Sterling, Kentucky, on June 20, 1994, of his intent to increase his ownership position in Mount Sterling National Holding Corporation, Mt. Sterling, Kentucky, up to 11.90 percent. *Not Yet Known#

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Received Section 4(c)(8) application from First Commonwealth Financial Corporation, Indiana, Pennsylvania, on June 15, 1994, to acquire Reliable Financial Corporation Bridgeville, Pennsylvania. *July 15, 1994

* - Subject to CRA

N - Newspaper Comment Period

F - Federal Register Comment Period

- Expected to end approximately 30 days from date of application's receipt

- Expected to end approximately 18 days from date of application's receipt

**FEDERAL RESERVE BANK
OF CLEVELAND**
P. O. BOX 6387
CLEVELAND, OHIO 44101-1387

**APPLICATIONS BULLETIN
(For the week ending June 25, 1994)**

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Received Section 4(c)(8) notice from Banc One,
Corporation, Columbus, Ohio; KeyCorp, Cleveland, Ohio;
National City Corporation, Cleveland, Ohio; PNC Bank
Corp., Pittsburgh, Pennsylvania; and Mellon Bank
Corporation, Pittsburgh, Pennsylvania, on June 23, 1994,
of their intent to acquire equal 16.67 percent share
interests in Electronic Payment Services, Inc.,
Wilmington, Delaware.

Not Yet Known

**SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE
OR NEWSPAPER NOTICE**

None

* - Subject to CRA

N - Newspaper Comment Period

F - Federal Register Comment Period

- Expected to end approximately 30 days from date of application's receipt

- Expected to end approximately 18 days from date of application's receipt

AVAILABILITY OF CRA PUBLIC EVALUATIONS
(June 24, 1994)

The following state member banks have been examined by the Federal Reserve Bank of Cleveland for compliance with The Community Reinvestment Act. A public evaluation document became available from the bank(s) listed below during the week ended June 24, 1994. If you are interested in obtaining a copy of an evaluation document, please contact the bank(s) directly.

There are four descriptive ratings for CRA:

OUTSTANDING: a bank in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

SATISFACTORY: a bank in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

NEEDS TO IMPROVE: a bank in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

SUBSTANTIAL NON COMPLIANCE: a bank in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

NONE

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
F & M Bank - Winchester, Winchester, Virginia, to establish a branch a 21 Main Street (Route 719 and Mulberry Street), Round Hill, Virginia.*	7-15-94
Signet Bank/Virginia, Richmond, Virginia, to establish an Electronic Funds Transfer Facility at 1957 Westmoreland Street, Richmond, Virginia.*	7-20-94
F & M Bank - Winchester, Winchester, Virginia, to establish an Electronic Funds Transfer Facility at Pleasant Valley Road and Route 50 East, Winchester, Virginia.*	7-21-94
F & M Bank - Winchester, Winchester, Virginia, to establish an Electronic Funds Transfer Facility at 1503 North Frederick Pike, Winchester, Virginia.*	7-21-94
F & M Bank - Winchester, Winchester, Virginia, to establish an Electronic Funds Transfer Facility at Route 7 and Regency Road, Winchester, Virginia.*	7-21-94

Section II - Applications Subject to Both
Newspaper and Federal Register Notice ✓

<u>Application</u>	<u>Comment Period Ending Date</u>
None.	

Section III - Applications Subject to Federal Register Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
NationsBank Corporation, Charlotte, North Carolina, to engage in acting as a futures commission merchant for unaffiliated customers in executing and clearing (including clearing with- out executing) and providing investment advice on futures and options on financial instruments and nonfinancial commodities and also providing securities brokerage	

*Application is subject to CRA requirements.

Section III - Applications Subject to Federal Register Notice--contd.

Application

Comment Period Ending Date

services through a subsidiary to be known as NationsBanc-CRT Services, Inc., Chicago, Illinois, and NationsBanc-CRT Energy (U.K.) Ltd., London, England.

Not yet available.

Section IV - Application Not Subject to Federal Register Notice or Newspaper Notice

NationsBank Corporation, Charlotte, North Carolina, to increase the equity underwriting limitations of its subsidiary, Panmure Gordon & Co. Ltd., London, England.

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

Week ending June 24, 1994

Definition of Ratings

Outstanding record of meeting community credit needs.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

	<u>Examination Date</u>	<u>Rating</u>
Johnsonville State Bank Broadway Street Johnsonville, South Carolina 29555	4-4-94	Satisfactory
Regency Bank 1011 East Main Street Richmond, Virginia 23219	4-4-94	Satisfactory
Barbour County Bank 107 Pike Street Philippi, West Virginia 26416	4-4-94	Satisfactory
County Bank of Chesterfield 10400 Hull Street Road Midlothian, Virginia 23112-3306	4-11-94	Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending June 24, 1994

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
None.	

Section 2 - Applications Subject to Both
Newspaper and Federal Register Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
Regions Financial Corporation (formerly First Alabama Bancshares, Inc.) Birmingham, Alabama To merge with First Community Bancshares, Inc., Rome, Georgia, and thereby directly acquire First Rome Bank, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	06-27-94* Federal Register
Regions Financial Corporation (formerly First Alabama Bancshares, Inc.) Birmingham, Alabama To merge with BNR Bancshares, Inc., New Roads, Louisiana, and thereby directly acquire Bank of New Roads, New Roads, Louisiana, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	06-27-94* Federal Register
SouthTrust Corporation Birmingham, Alabama Along with its bank holding company subsidiary, SouthTrust of Florida, Inc., Jacksonville, Florida, to establish SouthTrust Interim National Bank, Crystal River, Florida, and to acquire Citrus National Bank, Crystal River, Florida, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Not yet available*

*Subject of the provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending June 24, 1994

Section 2 - Applications Subject to Both
Newspaper and Federal Register Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
SouthTrust Corporation Birmingham, Alabama Along with its bank holding company subsidiary, SouthTrust of Florida, Inc., Jacksonville, Florida, to acquire Island Bank of Collier County, Marco Island, Florida, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Not yet available*
Southeastern Banking Corporation Darien, Georgia To acquire United Citizens Bank of Alachua County, Alachua, Florida, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Not yet available*
Synovus Financial Corp. Columbus, Georgia Along with its top-tier bank holding company, TB&C Bancshares, Inc., Columbus, Georgia, and its wholly-owned bank holding company subsidiary, Synovus Financial Corp. of Alabama, Jasper, Alabama, to merge with State Bancshares, Inc., Enterprise, Alabama, and thereby directly acquire Coffee County Bank, Enterprise, Alabama, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	06-30-94* Federal Register
CB&T Holding Corporation New Orleans, Louisiana 1-BHC formation, City Bank & Trust, New Orleans, Louisiana.	07-25-94* Federal Register

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending June 24, 1994

Section 2 - Applications Subject to Both
Newspaper and Federal Register Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
FNB Bancshares, Inc. Springfield, Georgia 1-BHC formation, First National Bank of Effingham, Springfield, Georgia.	07-21-94* Federal Register
SNB Bancshares, Inc. Macon, Georgia 1-BHC formation, Security National Bank, Macon, Georgia.	07-15-94* Federal Register

Section 3 - Applications Subject to Federal Register Only

<u>Application</u>	<u>Comment Period Ending Date</u>
None.	

Section 4 - Applications Not Subject to
Federal Register Notice or Newspaper Notice

Application

Bank South Corporation
Atlanta, Georgia
Commitment waiver request.

The Savannah Bancorp, Inc.
Savannah, Georgia
Commitment waiver request.

Bank of Gonzales Holding Company, Inc.
Gonzales, Louisiana
Commitment waiver request.

Meigs County Bancshares, Inc.
Decatur, Tennessee
Commitment waiver request.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending June 24, 1994

Section 10 - Availability of CRA Public Evaluations

The CRA public evaluations of the insured depository institutions listed below became available during this week. Information about an institution's CRA evaluation may be obtained directly from the institution. In connection with the assessment of an institution's CRA performance, a rating is assigned from the following groups:

Outstanding record of meeting community credit needs: An institution has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs: An institution has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs: An institution needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs: An institution has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>Examination</u> <u>Bank</u>	<u>Rating</u>	<u>Date</u>
The Home Bank Post Office Box 580 Gunthersville, Alabama 35976 (205) 582-3252	Satisfactory	03-14-94
United Bank of Pinellas Post Office Box 14517 St. Petersburg, Florida 33733 (813) 522-9434	Satisfactory	03-14-94

Federal Reserve Bank of Chicago

Section II - Applications Subject to Both Newspaper and Federal Register Notice

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
Y-1	Bellevue State Bank Employee Stock Ownership Plan Bellevue, Iowa Bellevue Service Company Bellevue, Iowa Bellevue State Bank Bellevue, Iowa*	FR 6-20-94 NP - **
CoC	Dysart Bancshares, Inc. Dysart, Iowa Gordon H. Griffin Estate	FR 7-13-94 NP **
Y-2	Horizon Bancorp Employees Stock Ownership Plan Michigan City, Indiana Horizon Bancorp Michigan City, Indiana First Citizens Bank N.A. Michigan City, Indiana*	FR - 6-20-94 NP - 6-15-94
Y-1	AJJ Bancorp, Inc. Elkader, Iowa Central State Bank Elkader, Iowa*	FR - 6-17-94 NP - **
Y-1	First National Bancorp Farragut, Iowa First National Bank of Farragut Farragut, Iowa*	FR - 6-24-94 NP - 6-19-94
Y-1	Wintrust Investments, Inc. Lake Forest, Illinois North Shore Community Bank & Trust Company (in organization) Wilmette, Illinois*	FR - 6-27-94 NP - 6-17-94

Federal Reserve Bank of Chicago

Section II - Applications Subject to Both Newspaper and Federal
Register Notice
(Continued)

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-2	First of America Bank Corporation Kalamazoo, Michigan First Park Ridge Corporation Chicago, Illinois Bank of Buffalo Grove Buffalo Grove, Illinois First State Bank and Trust Company of Park Ridge Park Ridge, Illinois*	FR - 7-8-94 NP - 7-1-94
Y-1	First of America Acquisition Company Park Ridge, Illinois First Park Ridge Corporation Chicago, Illinois Bank of Buffalo Grove Buffalo Grove, Illinois First State Bank and Trust Company of Park Ridge Park Ridge, Illinois*	-FR - 7-8-94 NP - 7-1-94
Y-1	St. Francis Capital Corporation Milwaukee, Wisconsin Valley Bank, East Central Kewaskum, Wisconsin*	FR - ** NP - **
Y-1	Grant Park Bancshares, Inc. Alton, Illinois First National Bank of Grant Park Grant Park, Illinois*	FR - 6-20-94 NP - 6-25-94
Y-2	Northwest Illinois Bancorp, Inc. Freeport, Illinois Tri-State Bank and Trust Company East Dubuque, Illinois*	FR - 7-8-94 NP - 7-5-94
Y-1	Bay Bancorporation Green Bay, Wisconsin Bay Bank (in organization) Green Bay, Wisconsin*	FR - ** N - **

Section II - Applications Subject to Both Newspaper and Federal
Register Notice
(Continued)

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-2	Bank of Montreal Montreal, Canada	FR - 6-17-94 NP - 6-19-94
	Suburban Bancorp, Inc. Palatine, Illinois	
	Marengo State Bank Marengo, Illinois	
	Suburban Bank of Hoffman-Schaumburg Schaumburg, Illinois	
	Suburban Bank of Oakbrook Terrace Oakbrook Terrace, Illinois	
	Suburban Bank of Barrington Barrington, Illinois	
	Suburban Bank of Cary-Grove Cary, Illinois	-
	Suburban Bank of Rolling Meadows Rolling Meadows, Illinois	
	Suburban Bank of Westbrook Westchester, Illinois	
	Suburban National Bank Aurora, Illinois	
	Suburban National Bank of Elk Grove Village Elk Grove Village, Illinois	
	Suburban National Bank of Palatine Palatine, Illinois	
	State Bank of Woodstock Woodstock, Illinois	
	State Bank of Huntley Huntley, Illinois	
	Huntley Acquisition Corp. Huntley, Illinois	
	Woodstock Acquisition Corp. Woodstock, Illinois	
	Suburban Bank of Bartlett Bartlett, Illinois*	

Federal Reserve Bank of Chicago

Section II - Applications Subject to Both Newspaper and Federal
Register Notice
(Continued)

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-2	Bankmont Financial Corp. New York, New York	FR - 6-17-94 NP - 6-19-94
	Harris Bankmont, Inc. Chicago, Illinois	
	Suburban Bancorp, Inc. Palatine, Illinois	
	Suburban Bank of Hoffman-Schaumburg Schaumburg, Illinois	
	Suburban Bank Oakbrook Terrace Oakbrook Terrace, Illinois	-
	Suburban Bank of Barrington Barrington, Illinois	
	Suburban Bank of Bartlett Bartlett, Illinois	
	Suburban Bank of Cary-Grove Cary, Illinois	
	Suburban Bank of Rolling Meadows Rolling Meadows, Illinois	
	Suburban Bank of Westbrook Westchester, Illinois	
	Suburban National Bank Aurora, Illinois	
	Suburban National Bank of Elk Grove Village Elk Grove Village, Illinois	
	Suburban National Bank of Palatine Palatine, Illinois	
	State Bank of Woodstock Woodstock, Illinois	
	State Bank of Huntley Huntley, Illinois	
	Huntley Acquisition Corp. Huntley, Illinois	
	Woodstock Acquisition Corp. Woodstock, Illinois	
	Marengo State Bank Marengo, Illinois*	

Federal Reserve Bank of Chicago

Section II - Applications Subject to Both Newspaper and Federal
Register Notice
(Continued)

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-1	Harris Bankmont, Inc. Chicago, Illinois	FR - 6-17-94 NP 6-19-94
	Suburban Bancorp, Inc. Palatine, Illinois	
	Suburban National Bank Aurora, Illinois	
	Suburban National Bank of Elk Grove Village Elk Grove Village, Illinois	
	Suburban National Bank of Palatine Palatine, Illinois	-
	State Bank of Woodstock Woodstock, Illinois	
	State Bank of Huntley Huntley, Illinois	
	Huntley Acquisition Corp. Huntley, Illinois	
	Woodstock Acquisition Corp. Woodstock, Illinois	
	Marengo State Bank Marengo, Illinois	
	Suburban Bank of Hoffman-Schaumburg Schaumburg, Illinois	
	Suburban Bank of Oakbrook Terrace Oakbrook Terrace, Illinois	
	Suburban Bank of Barrington Barrington, Illinois	
	Suburban Bank of Cary-Grove Cary, Illinois	
	Suburban Bank of Rolling Meadows Rolling Meadows, Illinois	
	Suburban Bank of Westbrook Westchester, Illinois	
	Suburban Bank of Bartlett Bartlett, Illinois*	

Federal Reserve Bank of Chicago

Section II - Applications Subject to Both Newspaper and Federal
Register Notice
(Continued)

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-2	First American Bank Group, Ltd. Fort Dodge, Iowa Hill Investment Company Jewell, Iowa Farmers State Bank Jewell, Iowa Story County Bancorporation Jewell, Iowa American State Bank Ames, Iowa Agri Bancorporation Webster City, Iowa Farmers Bank & Trust Webster City, Iowa*	FR - 7-8-94 NP - **
Y-2	Town Financial Corporation Hartford City, Indiana Pacesetter Bank of Hartford City Hartford City, Indiana Pacesetter Bank of Montpelier Montpelier, Indiana*	FR - 5-31-94 N - 7-10-94
Y-2	First Citizens of Paris, Inc. Paris, Illinois Oakland National Bank Oakland, Illinois*	FR - 7-21-94 N - **
Y-1	First Ozaukee Capital Corp. Cedarburg, Wisconsin First Ozaukee Savings Bank Cedarburg, Wisconsin*	FR - ** N - **
Y-2	Panhandle Aviation, Inc. Clarinda, Iowa Bank of Altoona (in organization) Altoona, Iowa*	FR - ** N - 7-16-94
Y-1	H S B, Inc. Hedrick, Iowa Hedrick Savings Bank Hedrick, Iowa*	FR - ** N - **
CoC-HC	Independence Bancshares, Inc. Independence, Iowa Mr. Greig Rawson	FR - ** N - **

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Y-4	Bellevue State of Employee Stock Ownership Plan Bellevue, Iowa Bellevue Insurance Agency Bellevue, Iowa - to engage in insurance activities	FR - 6-20-94
4(c)(8)	Peotone Bancorp, Inc. Peotone, Illinois To engage in data processing services	FR - 6-22-94
4(c)(8)	Southwest Bancorp, Inc. Worth, Illinois To engage in data processing services	FR - 6-22-94
4(c)(8)	H P Holding Company Oak Park, Illinois Pullman Capital Corporation Mishawaka, Indiana--To act as loan originator, packager, services & broker	FR - **
4(c)(8)	Hawkeye Bancorporation Des Moines, Iowa - Hawkeye Guaranteed Loans, Inc.- Making, acquiring or servicing loans	FR - 7-13-94
4(c)(8)	ABN AMRO Bank N.V. Amsterdam, The Netherlands Engage in leasing activities thru Lease Plan (USA), Inc.	FR - 6-29-94
4(c)(8)	ABN AMRO Holding N.V. Amsterdam, The Netherlands Engage in leasing activities thru Lease Plan (USA), Inc.	FR - 6-29-94
4(c)(8)	Stichting Administratiekantoor ABN AMRO Holding Amsterdam, The Netherlands Engage in leasing activities thru Lease Plan (USA), Inc.	FR - 6-29-94

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register

Notice Only
(Continued)

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
4 (c) (8)	Stichting Prioriteit ABN AMRO Holding Amsterdam, The Netherlands Engage in leasing activities thru Lease Plan (USA), Inc.	FR - 6-29-94
Y-4	Northwest Illinois Bancorp, Inc. Freeport, Illinois Tri-State Insurance Agency Inc. East Dubuque, Illinois to engage in general insurance agency	FR - 7-8-94 -
Y-4	Bank of Montreal Montreal, Canada Government Pricing Information System, Inc. New York, New York	FR - 6-27-94
Y-4	Bankmont Financial Corp. New York, New York Government Pricing Information System, Inc. New York, New York	FR - 6-27-94
Y-4	First American Bank Group, Ltd. Fort Dodge, Iowa First American Credit Corporation Fort Dodge, Iowa Hill Land Company Fort Dodge, Iowa	FR - 7-8-94
4 (c) (8)	Kerndt Bank Services, Inc. Lansing, Iowa Engage <u>de novo</u> in securities brokerage activities	FR - 7-18-94
4 (c) (8)	How-Win Development Company Cresco, Iowa Engage in making and Servicing of loans	FR - **
4 (c) (8)	First Midwest Corporation of Delaware Elmwood Park, Illinois Midwest One Mortgage Services, Inc. Melrose Park, Illinois	FR - **
Y-4	Castle BancGroup, Inc. DeKalb, Illinois Northern Illinois Finance Company Sandwich, Illinois	FR - **

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only
(Continued)

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
4(c)(8)	First Ozaukee Capital Corp. Cedarburg, Wisconsin Engage in making, acquiring or servicing loans	FR - **

Federal Reserve Bank of Chicago

Section IV - Applications Not Subject to Federal Register or Newspaper
Notice

<u>Type</u>	<u>Application</u>
RoS	Shorebank Corporation Chicago, Illinois To redeem 30 shares of voting stock from the Neighborhood Institute
RoS	Shorebank Corporation Chicago, Illinois To redeem 7.6 shares of its Series B2 preferred stock
RoS	Hillsdale Development Corporation Hillside, Illinois To redeem 15,269 shares of common stock

N - Newspaper

FR - Federal Register

* - Subject to Provisions of Community Reinvestment Act

** - Not available at this time

AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following state member banks have been examined by the Federal Reserve Bank of Chicago for compliance with the CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending June 24, 1994. If you are interested in obtaining a copy of the evaluation document, please contact the bank(s) directly.

Identification of Ratings

- O - An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate- income neighborhoods, in a manner consistent with its resources and capabilities.

- S - An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

- NI - An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

- SN - An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate- income neighborhoods, in a manner consistent with its resources and capabilities.

<u>BANK NAME/LOCATION</u>	<u>EXAMINATION DATE</u>	<u>RATINGS</u>
-Bank of Lakeview 506 Lincoln, Box 409 Lakeview, Michigan 48850 (517) 352-7271	3/28/94	S
-Iowa Trust & Savings Bank 2101 10th Street Emmetsburg, Iowa 50536 (712) 852-3451	4/11/94	S
-Chemical Bank Bay Area 213 Center Street Bay City, Michigan 48708 (517) 895-8521	4/06/94	O

Federal Reserve Bank of St. Louis

FOR THE WEEK ENDING June 24, 1994

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
None.	

SECTION II - APPLICATIONS SUBJECT TO BOTH NEWSPAPER AND FEDERAL REGISTER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
*Section 3(a)(3) application by Old National Bancorp, Evansville, Indiana, to acquire Indiana State Bank of Terre Haute, Terre Haute, Indiana.	Newspaper: 7-8-94
*Section 3(a)(3) application by Security Capital Corporation, Batesville, Mississippi, to acquire Bank of Sardis, Sardis, Mississippi.	Newspaper: 7-16-94
*Section 3(a)(1) application by New Independent Bancshares, Inc., New Washington, Indiana, to acquire the New Washington State Bank, New Washington, Indiana.	Newspaper: 7-25-94

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
Section 4(c)(8) notification by Trans Financial Bancorp, Inc., Bowling Green, Kentucky, to engage, <u>de novo</u> , in securities brokerage activities through its subsidiaries, General Services Corporation, Russellville, Kentucky, and Trans Financial Service Corporation, Tullahoma, Tennessee.	Not yet available

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE OR NEWSPAPER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
None.	

* This application is subject to CRA.

FEDERAL RESERVE BANK OF ST. LOUIS
St. Louis, Missouri

AVAILABILITY OF CRA PUBLIC DISCLOSURES

Identification of Ratings:

Outstanding record of meeting community credit needs

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate- income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

-- CORRECTED COPY --

FOR THE WEEK ENDING June 10, 1994

Name of Bank	Bank Address	Examination Date	Examination Rating
The Callaway Bank	P. O. Box 42 Fulton, Missouri 65251	3-07-94	Satisfactory

FEDERAL RESERVE BANK OF ST. LOUIS
St. Louis, Missouri

AVAILABILITY OF CRA PUBLIC DISCLOSURES

Identification of Ratings:

Outstanding record of meeting community credit needs

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate- income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

FOR THE WEEK ENDING June 24, 1994

Name of Bank	Bank Address	Examination Date	Examination Rating
PNC Bank, Kentucky, Inc.	P. O. Box 33000 Louisville, Kentucky 40296	1-31-94	Outstanding

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section I - Applications Subject to
Newspaper Notice Only

Application

Western Bank of Billings
Billings, MT
To merge with Powder River Bank
of Broadus, Broadus, MT;
Security State Bank of Harlem,
Harlem, MT; Rocky Mountain
Bank of Plains, Plains, MT;
First State Bank of Stevensville,
Stevensville, MT; and The Whitehall
State Bank, Whitehall, MT

Comment Period
Ending Date
July 20, 1994

Section II - Applications Subject to Both
Newspaper and Federal Register Notice

Application

Keweenaw Financial Corporation
Hancock, MI
To acquire 100% of the outstanding
shares of Commercial National
Bank of L'Anse
L'Anse, MI*

Comment Period
Ending Date

Not yet available

Norwest Corporation
Minneapolis, MN
To acquire 100% of the voting
shares of the Bank of Scottsdale
Scottsdale, AZ*

July 15, 1994
(Federal Register)

Katherine A. Smythe Grantor Retained
Annuity Trust, and John D. Smythe
Grantor Retained Annuity Trust, to
each acquire 29.16% of the voting
shares of Hubbard Bancshares, Inc.
Park Rapids, MN*

July 13, 1994
(Federal Register)

Big Sky Holding Company
Stanford, MT
To acquire 100% of the
voting shares of Basin State
Bank of Stanford, Stanford, MT*

July 25, 1994
(Federal Register)

Western State Agency, Inc.
Devils Lake, ND
To acquire 100% of the voting
shares Towner Bancorporation, Inc.,
Towner, ND*

Not yet available

*Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section III - Applications Subject
to Federal Register Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Norwest Financial Special Services, Inc. Des Moines, IA To engage in Consumer Finance; underwriting, as principal, and the sale, on an agency basis, of credit life, accident and health (disability) and involuntary unemployment insurance in connection with extensions of credit of Norwest and its subsidiaries; sale, on an agency basis, of property and credit related casualty insurance; sale, on an agency basis, of insurance products including, but not limited to, title insurance; insurance premium finance; credit cards; data processing services; accounts receivable financing (factoring); lease financing; commercial lending; operation of a collec- tion agency; and fiduciary activities through the acquisition of Norwest Financial, Inc. Des Moines, IA, and Dial National Bank, Des Moines, IA	July 18, 1994
Menahga Bancshares, Inc. Menahga, MN To engage in community development activities through the acquisition of Minnesota's Community Develop- ment Corporation, Detroit Lakes, MN	July 15, 1994
Osakis Bancshares, Inc. Osakis, MN To engage <u>de novo</u> in making and servicing loans	July 20, 1994
Western State Agency, Inc. Devils Lake, ND To purchase, through its subsidiary, Western State Insurance Agency, Inc., the assets of McHenry Insurance, Inc.	Not yet available

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section IV - Applications Not Subject to
Federal Register Notice or Newspaper Notice

Application

First American Bank
Grand Forks, ND
To increase its investment
in bank premises by \$6,000M.

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section V - Availability of
CRA Public Evaluations
week ending June 24, 1994

ASSIGNMENT OF RATING

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

OUTSTANDING RECORD OF MEETING COMMUNITY CREDIT NEEDS.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

SATISFACTORY RECORD OF MEETING COMMUNITY CREDIT NEEDS.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

NEEDS TO IMPROVE RECORD OF MEETING COMMUNITY CREDIT NEEDS.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

SUBSTANTIAL NONCOMPLIANCE IN MEETING COMMUNITY CREDIT NEEDS.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

BANK(S) EXAMINED	DATE OF EXAMINATION	CRA RATING
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NONE.

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
First State Bank of Taos, Taos, New Mexico, for prior approval to establish a branch facility in Placitas, New Mexico.	Not Available
The First Security Bank, Fort Lupton, Colorado, for prior approval to establish a de novo branch facility at 601 West Main, Sterling, Colorado.	Not Available

**SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE**

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
GHB, Inc., Colorado City, Colorado, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Greenhorn Valley Bank, Colorado, City, Colorado.*	Not Available
Joe Neill, Welch, Oklahoma, for prior approval to increase his ownership interest in Welch Bancshares, Inc., Welch, Oklahoma, from 30.68 percent to 36.06 percent.	Not Available
Fairport Bancshares, Inc., Fairport, Missouri, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Bank of Fairport, Fairport, Missouri.*	Not Available
First Capital Corporation, St. Louis, Missouri, for prior approval to acquire 100 percent of the voting shares of Kincaid Banc Agency, Inc., Kincaid, Kansas.*	Not Available

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE OR NEWSPAPER NOTICE

APPLICATION

None.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

Outstanding record of meeting community credit needs

An institution in this group has an outstanding record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Federal Reserve Bank of Kansas City

<u>Bank/Location</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
Citizens Bank & Trust Co. P.O. Box 128 Ellsworth, Kansas 67439	03-21-94	06-27-94	Outstanding
Citizens Bank P.O. Box 1967 Muskogee, Oklahoma 74402	03-21-94	06-27-94	Satisfactory

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN
APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF JUNE 20, 1994

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER
NOTICE ONLY

<u>APPLICATION</u>	<u>NOTICE EXP</u>
None.	

SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE

<u>APPLICATION</u>	<u>** NOTICE EXP</u>
Change in Control Notice by Mr. Jay Gober, Graham, TX; Mr. Charles Gober, Throckmorton, TX; and Gober Oil & Investments, Inc., Graham, TX, to acquire an interest in Woodson Bancshares, Inc, Graham, TX (Previously reported during the week of 5-30-94)	94/06/29
Change in Control Notice by Bob G. Scott, as Voting Trustee, Fort Worth, TX, to acquire an interest in Provident Bancorp of Texas, Inc., Dallas, TX (Previously reported during the week of 5-9-94)	94/06/28
Change in Control Notice by Michael Evans Montgomery, Dallas, TX, to acquire an interest in Metroplex Bancshares, Inc., Dallas, TX	N/A
*Section 3(a)(3) application by Central Texas Bankshare Holdings, Inc., Columbus, TX, to acquire Hill Bancshares Holdings, Inc., Weimar, TX, and Hill Bank & Trust Co., Weimar, TX	94/07/18

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY

<u>APPLICATION</u>	<u>NOTICE EXP</u>
None.	

**SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE
OR NEWSPAPER NOTICE**

APPLICATION

Notice by First Groesbeck Holding Company, Groesbeck, TX,
to redeem 44,081 shares of its preferred stock

* SUBJECT TO CRA.

** EXPIRATION DATE IS THE DATE SPECIFIED IN THE NEWSPAPER NOTICE ONLY.

N/A - NOT AVAILABLE AT THIS TIME.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS
FOR THE WEEK OF JUNE 20, 1994

Outstanding record of meeting community credit needs.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to Improve record of meeting community credit needs.

An institution in this group need to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial Noncompliance in meeting community credit needs.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>Bank</u>	<u>Date of Examination</u>	<u>CRA Rating</u>
First State Bank P. O. Box 385 Corner Ann & North St. Brackettville, TX 78832	94/03/14	Satisfactory

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 6/24/94

Section I - Applications Subject to Newspaper Notice Only

Application

Comment Period Ending Date

West One Bank, Idaho, Boise, Idaho, to establish an ATM at Paul's market, 132 E. Lake Street, McCall, Idaho. *

Newspaper: 6/20/94

Section II - Applications Subject to Both Newspaper and Federal Register Notice

Superior Holdings, Inc., Scottsdale, Arizona, to become a bank holding company by acquiring De Anza Bank, Sunnyvale, California, and thereby engage directly in single-family loan mortgage banking activities. *

Newspaper: 7/24/94

Fed. Reg.: 7/25/94

Section III - Applications Subject to Federal Register Notice Only

The Sakura Bank, Limited, Tokyo, Japan, to engage de novo in private placement and riskless principal activities through Sakura (U.S.A.), Inc., New York, New York.

Fed. Reg.: Not yet published

Section IV - Applications Not Subject to Federal Register Notice or Newspaper Notice

None

* Subject to CRA.

Week Ending 6/24/94

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during the week ending June 24, 1994. Information about a particular institution's CRA evaluation may be obtained directly from the institution.

<u>Institution</u>	<u>Location</u>	<u>Examination Date</u>	<u>Rating*</u>
None			

*Under the rating system an institution's CRA performance is assigned one of the following four ratings:

Outstanding record of meeting community credit needs: An institution has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs: An institution has a satisfactory record of ascertaining and meeting the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs: An institution needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- to moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs: An institution has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- to moderate-income neighborhoods, in a manner consistent with its resources and capabilities.